TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT |
|-----------------------|----------------|
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------|----------|----------------|-----------------------|
| Cardinal Merger Co. | | 04/01/2008 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| Name: | Cardinal Merger LLC | |
|-----------------|--|--|
| Street Address: | c/o TD Banknorth, Inc. | |
| City: | Portland | |
| State/Country: | MAINE | |
| Postal Code: | 04101 | |
| Entity Type: | ype: LIMITED LIABILITY COMPANY: DELAWARE | |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|-------------------------|--------|-------------------|
| Serial Number: 78710749 | | YOU'VE EARNED IT! |

CORRESPONDENCE DATA

Fax Number: (202)408-4400

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2024084000

Email: docketing@finnegan.com

Correspondent Name: Finnegan & Henderson

Address Line 1: 901 New York Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

| ATTORNEY DOCKET NUMBER: | 09933.0151-00000 |
|-------------------------|----------------------|
| NAME OF SUBMITTER: | Lawrence R. Robins |
| Signature: | /Lawrence R. Robins/ |
| Date: | 03/04/2009 |

TRADEMARK REEL: 003946 FRAME: 0297

900128523

Total Attachments: 3 source=CardinalLLC#page1.tif source=CardinalLLC#page2.tif source=CardinalLLC#page3.tif

> TRADEMARK REEL: 003946 FRAME: 0298

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE
CORPORATION UNDER THE NAME OF "CARDINAL MERGER CO." TO A
DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM
"CARDINAL MERGER CO." TO "CARDINAL MERGER LLC", FILED IN THIS
OFFICE ON THE FIRST DAY OF APRIL, A.D. 2008, AT 6:06 O'CLOCK
P.M.

4431446 8100V

080383530

You may verify this certificate online at corp.delaware.qov/authver.shtml

Farriet Smith Windson

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 6493315

DATE: 04-01-08

TRADEMARK
REEL: 003946 FRAME: 0299

State of Delaware Secretary of State Division of Corporations Delivered 06:06 PM 04/01/2008 FILED 06:06 PM 04/01/2008 SRV 080383530 - 4431446 FILE

STATE OF DELAWARE CERTIFICATE OF CONVERSION OF CARDINAL MERGER CO. FROM A CORPORATION TO A LIMITED LIABILITY COMPANY PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY ACT

April 1, 2008

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate of Conversion is Delaware.
- 3.) The Corporation filed its original Certificate of Incorporation with the Secretary of State of the State of Delaware and was incorporated in the State of Delaware on September 28, 2007.
- 4.) The name of the Corporation immediately prior to filing this Certificate of Conversion is "Cardinal Merger Co."
- 5.) The name of the limited liability company into which the Corporation is to be converted as set forth in its Certificate of Formation is "Cardinal Merger LLC".

[Signature to follow on next page]

093110-0280-11648-NY03.2653225

TRADEMARK REEL: 003946 FRAME: 0300 IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the date first written above.

CARDINAL MERGER CO.

By:

Name: Ray O'Donnel

Title: President

093110-0280-31648-NY03,2653**225**

TRADEMARK REEL: 003946 FRAME: 0301

RECORDED: 03/04/2009